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Hearing Date: April 11, 2024 at 11:00 A.M. (ET)

Counsel to the Debtors and Debtors in Possession

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

VENUS LIQUIDATION INC., *et al.*,

Debtors.¹

Chapter 11

Case No.: 23-10738 (JPM)

(Jointly Administered)

Related Docket Nos. 780, 781, 798

**NOTICE OF FILING OF SOLICITATION VERSION
OF THE DISCLOSURE STATEMENT FOR CHAPTER 11 PLAN
OF LIQUIDATION FOR VENUS LIQUIDATION INC.
(F/K/A VICE GROUP HOLDING, INC.) AND CERTAIN OF ITS AFFILIATES**

PLEASE TAKE NOTICE that on May 15, 2023, Venus Liquidation, Inc. (f/k/a Vice Group Holding, Inc.) and certain of its affiliates, as debtors and debtors in possession (collectively, the “Debtors”) in the above-captioned chapter 11 cases (the “Chapter 11 Cases”), each filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code with the United States Bankruptcy Court for the Southern District of New York (the “Bankruptcy Court”).²

¹ The location of the Debtors’ service address for purposes of these Chapter 11 Cases is: c/o Alix Partners, 909 Third Avenue 30th Floor, New York, New York 10022.

² On May 30, 2023, Debtor Goldie Films, Inc. (“Goldie Films”) also filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code with the Bankruptcy Court.

PLEASE TAKE FURTHER NOTICE that on December 15, 2023, the Debtors filed the *Chapter 11 Plan of Liquidation for Venus Liquidation Inc. (f/k/a Vice Group Holding Inc.) and Certain of its Affiliates* [Docket No. 664] (the “Plan”).

PLEASE TAKE FURTHER NOTICE that on February 8, 2024 filed the *Disclosure Statement for the Chapter 11 Plan of Liquidation for Venus Liquidation Inc. (f/k/a Vice Group Holding Inc.) and Certain of its Affiliates* [Docket No. 780] (the “Disclosure Statement”).

PLEASE TAKE FURTHER NOTICE that on February 27, 2024, the Bankruptcy Court entered the *Order (I) Approving Certain Key Dates Relating to Confirmation of the Debtors’ Plan, Including Scheduling a Combined Hearing to Consider Approval to Consider Approval of Debtors’ Disclosure Statement and Plan; (II) Approving the Form and Manner of Combined Hearing Notice; (III) Approving Debtors’ Disclosure Statement on A Provisional Basis; and (IV) Approving (A) Procedures for Solicitation, (B) Forms of Ballots, (C) Procedures for Tabulation of Votes; and (D) Procedures for Objections* (the “Procedures Order”) [Docket No. 798].

PLEASE TAKE FURTHER NOTICE that the Debtors hereby file (a) the solicitation version of the Disclosure Statement (the “Solicitation Disclosure Statement”), attached hereto as Exhibit “1,” to incorporate certain changes made since its initial filing, and (b) a redline of the Solicitation Disclosure Statement, attached hereto as Exhibit “2,” showing those changes.

PLEASE TAKE FURTHER NOTICE that, pursuant to the Procedures Order a hearing to consider the approval of the Disclosure Statement on a final basis and confirmation of the Plan is scheduled for April 11, 2023, at 11:00 a.m. (Prevailing Eastern Time) before the Bankruptcy Court.

PLEASE TAKE FURTHER NOTICE that copies of the Solicitation Disclosure Statement and the solicitation version of the Plan can be viewed and/or obtained by (i) accessing the Bankruptcy Court's Website for a fee, (ii) visiting the website for the Debtors' chapter 11 cases at <http://www.cases.stretto.com/vice/>; or (iii) by contacting the Office of the Clerk of the United States Bankruptcy Court, Southern District of New York. Please note that a PACER password is required to access documents on the Bankruptcy Court's Website.

DATED: March 5, 2024
New York, New York

VENUS LIQUIDATION INC., *et al.*
Debtors and Debtors in Possession
By their Counsel
TOGUT, SEGAL & SEGAL LLP,
By:

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